

# AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. Contract ID Code  
08

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Pages  
3

2. AMENDMENT/MODIFICATION NO.  
45

3. EFFECTIVE DATE  
See Block 16C

4. REQUISITION/PURCHASE REQ. NO.  
N/A

5. PROJECT NO. (If applicable)

6. ISSUED BY  
CODE PS33, MGH

7. ADMINISTERED BY (If other than Item 6)  
CODE PS33, MGH

Procurement Office  
George C. Marshall Space Flight Center  
National Aeronautics and Space Administration  
Marshall Space Flight Center, AL 35812

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AUTOMATED INVOICE PAYMENT INFORMATION: (256) 544-5566

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)

AI Signal Research, Inc.  
3411 Triana Blvd SW  
Huntsville, AL 35805

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

10A. MODIFICATION OF CONTRACT/ORDER NO.

NAS8-02047

10B. DATED (SEE ITEM 13)

CODE SAP 127909 FACILITY CODE CAGE 004R1

## 11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning 1 copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

N/A

## 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).

X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: 52.243-2 and Mutual Agreement between both parties.

D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor ☐ is not, ☒ is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

|           | Negotiated<br>Est. Cost | Prov.<br>Est. Cost | Total<br>Est. Cost | Maximum<br>Incentive Fee | Contract<br>Value | Incentive<br>Fee Available | Incentive<br>Fee Earned | Unearned<br>Incentive Fee | Total Sum<br>Allotted |
|-----------|-------------------------|--------------------|--------------------|--------------------------|-------------------|----------------------------|-------------------------|---------------------------|-----------------------|
| Previous  | \$31,947,725            | \$ - 0-            | \$31,947,725       | \$1,339,028              | \$33,286,753      | \$529,262                  | \$806,546               | \$3,220                   | \$30,578,723          |
| This Mod  | \$ 4,000                | \$ - 0-            | \$ 4,000           | \$ - 0-                  | \$ 4,000          | (\$202,707)                | \$202,707               | \$ - 0-                   | \$ - 0-               |
| New Total | \$31,951,725            | \$ - 0-            | \$31,951,725       | \$1,339,028              | \$33,290,753      | \$326,555                  | \$1,009,253             | \$3,220                   | \$30,578,723          |

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)

D.E. SMITH, GENERAL MANAGER

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Warren G. Jones, Jr.  
Contracting Officer

15B. CONTRACTOR/OFFEROR

DESmitch  
(Signature of person authorized to sign)

15C. DATE SIGNED

7/28/05

16B. UNITED STATES OF AMERICA

ORIGINAL SIGNED BY  
BY WARREN G. JONES, JR.  
(Signature of Contracting Officer)

16C. DATE SIGNED

JUL 28 2005

The purposes of this modification are to: a) correctly reflect estimated cost and incentive fee earned for completed IDIQ Task Orders under the IDIQ Schedule for Option Period 2, b) roll over estimated cost and fee for unfinished IDIQ Task Orders (ref. IDIQ Task Orders A05&A10) into Option Period 3 and c) reduce incentive fee available and increase incentive fee earned in the amount of \$202,707 (Mission Schedule: \$192,949 plus IDIQ Schedule \$9,758) for the period of August 15, 2004 through February 14, 2005. Accordingly, NAS8-02047 is modified as follows:

- A. On the SF30, as a result of the estimated cost adjustments for the completed IDIQ Task Orders stated below for Option Period 2, the "Total Negotiated Estimated Cost" and "Total Estimated Cost" is increased from \$31,947,725 by \$4,000 to \$31,951,725. As such, increase the total "Contract Value" from \$33,286,753 by \$4,000 to \$33,290,753.
- B. Under Clause B.2, Estimated Cost and Contract Fee, make the following modifications:
- Under paragraph (a) Option Period 2, revise the IDIQ Schedules "Estimated Cost" from \$675,000 by \$394,656 to \$280,344 and the IDIQ "Maximum Incentive Fee" amount from \$40,504 by \$23,684 to \$16,820. The following IDIQ Task Orders in the amount of \$16,820 were completed during Option Period 2:
    - A08/\$3,884
    - A09/\$3,178
    - Minimum added by contract Mod 24 adjusted by A10/\$3,294
    - A07 \$6,464
  - Under paragraph (a) Option Period 3, estimated IDIQ costs and fees were rolled over into Option Period 3 for the following unfinished IDIQ Task Orders:
    - A05 \$370,611 (\$349,633/cost & \$20,978/fee)
    - A10 \$47,801 (\$45,095/cost & \$2,706/fee)
    - Minimum IDIQ fee due in the amount of \$6,000 for Option Period 3.As such, the total estimated cost for IDIQ is revised from \$100,000 by \$398,728 to \$498,728 and total IDIQ fee is revised from \$6,000 by \$23,684 to \$29,684.
  - Under paragraph (b), reduce the Option Period 2 IDIQ Schedule "Maximum Available Incentive Fee" for the period of 08/15/04 to 02/14/05 from \$33,442 by \$23,684 from \$9,758. The total fee earned under the IDIQ Schedule for Option Year 2 is \$16,820, which is composed of \$7,062 (earned after the 1<sup>st</sup> 6 months of Option Period 2) and \$9,758 (earned after the 2<sup>nd</sup> 6 months of Option Period 2).
  - Under paragraph (b) reflect incentive fee earned for Option Period 2 in the amount of \$202,707 (Mission \$192,949 and IDIQ Schedule \$9,758). As such, the "Total Fee Earned" is revised from \$806,546 by \$202,707 to \$1,009,253.
  - Under paragraph (b) Option 3 increase the "Maximum Available Incentive Fee" under the IDIQ for the period of 02/15/05-08/14/05 from \$3,000 by \$11,842 to \$14,842 and for the period of 08/15/05-02/14/06 from \$3,000 by \$11,842 to \$14,842. The increase in fee accounts for the stated above unfinished IDIQ Task Order rolled over into Option 3. As such, the total "Maximum Available Incentive Fee" of \$1,339,028 remains unchanged.

C. Under Clause B.5, Contract Funding, is modified as follows to reflect the earned fee of \$202,707.

- Subparagraph (c) is modified as follows:
  - No revision in the “Estimated Cost” of \$29,404,958.
  - Decrease “Provisional Incentive Fee”, from \$367,219 by \$202,707 to \$164,512.
  - Increase “Incentive Fee Earned” from \$806,546 by \$202,707 to \$1,009,253.
  - No revision in the “Total Sum Allotted” of \$30,578,723.

D. The modification(s) made above is reflected in total on the change page(s) enclosed herein. In order to reflect the change(s) made, the page(s) listed below are hereby deleted from, or added to, Contract NAS8-02047. A vertical change bar is included in the right margin to indicate the specific area(s) of change.

Page(s) Deleted

B-1

B-2

B-5

Page(s) Added

B-1

B-2

B-5

E. All other terms and conditions of contract NAS8-02047 remain unchanged.

SECTION BSUPPLIES OR SERVICES AND PRICES/COSTSB.1 SUPPLIES AND/OR SERVICES TO BE FURNISHED

(a) The Contractor shall provide all resources (except as may be expressly stated in this contract as furnished by the Government) necessary to furnish the services delineated in the Performance Work Statement (PWS) in attachment J-1.

(b) The services will be procured under two separate schedules, Mission and Indefinite Delivery/Indefinite Quantity (IDIQ). The contract and supporting data are organized accordingly. Both schedules are being procured on a cost-plus-incentive-fee basis.

(1) Mission Schedule will be used to procure services identified in Work Breakdown Structure (WBS) 1.0-10.3 of the PWS on a mission basis. In addition, this schedule will be used to procure all project management and administrative resources necessary to manage both the Mission and IDIQ contract schedules.

(2) IDIQ Schedule will be used to procure those services identified in WBS 11.0 of the PWS that cannot be sufficiently identified, predetermined or quantified in advance with an estimated value of \$25,000 or greater per task. Project management and administrative support resources necessary to support these tasks will be procured under the Mission Schedule.

(End of clause)

B.2 ESTIMATED COST AND CONTRACT FEES

(a) The total estimated cost and fees for the performance of this contract are as follows. Offerors are cautioned to include phase-in costs/fee in the base year value.

| <u>Contract Year</u> | <u>Schedule</u> | <u>Period Covered</u> | <u>Est. Cost</u> | <u>Prov Est. Cost</u> | <u>Minimum Incentive Fee</u> | <u>Maximum Incentive Fee</u> | <u>Total Value</u> | <u>Status of Options</u> |
|----------------------|-----------------|-----------------------|------------------|-----------------------|------------------------------|------------------------------|--------------------|--------------------------|
| Base Year            | (A) Mission     | 02/15/02-2/14/03      | \$6,770,675      | \$ 0                  | \$ 0                         | \$266,693                    | \$7,037,368        |                          |
| Base Year            | (B) Schedule    | 02/15/02-2/14/03      | \$ 264,304       | \$ 0                  | \$ 0                         | \$ 15,858                    | \$ 280,162         |                          |
| Option Yr.1          | (A) Mission     | 02/15/03-2/14/04      | \$7,810,268      | \$ 0                  | \$ 0                         | \$343,754                    | \$8,154,022        | Exercised                |
| Option Yr.1          | (B) Schedule    | 02/15/03-2/14/04      | \$ 39,376        | \$ 0                  | \$ 0                         | \$ 2,363                     | \$ 41,739          | Exercised                |
| Option Yr.2          | (A) Mission     | 02/15/04-2/14/05      | \$9,684,132      | \$ 0                  | \$ 0                         | \$366,985                    | \$10,051,117       | Exercised                |
| Option Yr.2          | (B) Schedule    | 02/15/04-2/14/05      | \$ 280,344       | \$ 0                  | \$ 0                         | \$ 16,820                    | \$ 297,164         | Exercised                |

|             |              |                  |              |      |      |             |              |           |
|-------------|--------------|------------------|--------------|------|------|-------------|--------------|-----------|
| Option Yr.3 | (A) Mission  | 02/15/05-2/14/06 | \$6,603,898  | \$ 0 | \$ 0 | \$ 296,871  | \$6,900,769  | Exercised |
| Option Yr.3 | (B) Schedule | 02/15/05-2/14/06 | \$ 498,728   | \$ 0 | \$ 0 | \$ 29,684   | \$ 524,412   | Exercised |
| Total       |              |                  | \$31,951,725 |      |      | \$1,339,028 | \$33,290,753 |           |

|             |              |                  |             |      |      |            |             |             |
|-------------|--------------|------------------|-------------|------|------|------------|-------------|-------------|
| Option Yr.4 | (A) Mission  | 02/15/06-2/14/07 | \$6,700,130 | \$ 0 | \$ 0 | \$ 303,183 | \$7,003,313 | Unexercised |
| Option Yr.4 | (B) Schedule | 02/15/04-2/14/05 | \$ 100,000  | \$ 0 | \$ 0 | \$ 6,000   | \$ 106,000  | Unexercised |

(b) The total incentive fee earned during the performance of this contract is as follows:

| Contract Year | Schedule    | Period Covered    | Maximum Available Incentive Fee | Incentive Fee Earned | Unearned Incentive Fee Earned |
|---------------|-------------|-------------------|---------------------------------|----------------------|-------------------------------|
| Base Year     | (A) Mission | 02/15/02-08/14/02 | \$130,065                       | \$127,464            | \$2,601                       |
|               |             | 08/15/02-02/14/03 | \$136,628                       | \$136,628            | \$ -0-                        |
| Base Year     | (B) IDIQ    | 02/15/02-08/14/02 | \$ -0-                          | \$ -0-               | \$ -0-                        |
|               |             | 08/15/02-02/14/03 | \$15,858                        | \$15,239             | \$619                         |
| Option Yr. 1  | (A) Mission | 02/15/03-08/14/03 | \$139,652                       | \$139,652            | \$ -0-                        |
|               |             | 08/15/03-02/14/04 | \$204,102                       | \$204,102            |                               |
| Option Yr. 1  | (B) IDIQ    | 02/15/03-08/14/03 | \$ -0-                          | \$ -0-               |                               |
|               |             | 08/15/03-02/14/04 | \$ 2,363                        | \$ 2,363             |                               |
| Option Yr. 2  | (A) Mission | 02/15/04-08/14/04 | \$174,036                       | \$174,036            |                               |
|               |             | 08/15/04-02/14/05 | \$192,949                       | \$192,949            |                               |
| Option Yr. 2  | (B) IDIQ    | 02/15/04-08/14/04 | \$ 7,062                        | \$ 7,062             |                               |
|               |             | 08/15/04-02/14/05 | \$ 9,758                        | \$ 9,758             |                               |
| Option Yr. 3  | (A) Mission | 02/15/05-08/14/05 | \$148,436                       | \$ -0-               |                               |
|               |             | 08/15/05-02/14/06 | \$148,435                       | \$ -0-               |                               |
| Option Yr. 3  | (B) IDIQ    | 02/15/05-08/14/05 | \$ 14,842                       |                      |                               |
|               |             | 08/15/05-02/14/06 | \$ 14,842                       |                      |                               |
|               |             | Total             | \$1,339,028                     | \$1,009,253          | \$3,220                       |

|              |             |                   |           |  |             |
|--------------|-------------|-------------------|-----------|--|-------------|
| Option Yr. 4 | (A) Mission | 02/15/06-08/14/06 | \$151,582 |  | Unexercised |
|              |             | 08/15/06-02/14/07 | \$151,581 |  | Unexercised |
| Option Yr. 4 | (B) IDIQ    | 02/15/06-08/14/06 | \$ 3,000  |  | Unexercised |
|              |             | 08/15/06-02/14/07 | \$ 3,000  |  | Unexercised |

(End of clause)

### B.3 INDEFINITE DELIVERY/INDEFINITE QUANTITY (IDIQ) SCHEDULE AND ORDERING PROCEDURES

(a) The Government requires the performance of the effort within the quantities set forth in paragraph (b) below on an IDIQ basis during the performance of this contract. These services will be ordered through the issuance of Task Orders (see Clause G.4), individually priced, and shall contain separate schedule and cost incentives to be used to evaluate performance and determine the amount of fee earned. The IDIQ schedule will be used for tasks with an estimated value of \$25,000 or greater per task as described in section 11.0 of the PWS.

(b) In the event that the Government does not order the "minimum quantity" specified below during the applicable contract year, the Government's maximum obligation under this

available for the applicable contract year. In the event that the actual incentive fee earned is less than the provisional payment made, the Contractor shall submit to the Government, a credit voucher for the amount of such overpayment. At the Contracting Officer's discretion, should the determined estimate-at-completion (EAC) exceed the total contract value, provisional payment of cost incentive fee may be reduced or terminated.

(c) The Contracting Officer is the determining official for the amount of incentive fee that is earned.

(End of clause)

#### B.5 CONTRACT FUNDING (1852.232-91 (JUN 1990))

(a) For purposes of payment of cost, exclusive of fee, in accordance with the Limitation of Funds clause, the total amount allotted by the Government to this contract is \$29,404,958. This allotment is for the Human Capital Office and Strategic Communication Office Support Services and covers the following estimated period of performance: February 15, 2002 through October 31, 2005.

(b) An additional amount of \$1,173,765 is obligated under this contract for payment of fee.

(c) Recapitulation of funding is as follows:

|                           | <u>Previous</u>   | <u>This Action</u> | <u>Total</u>        |
|---------------------------|-------------------|--------------------|---------------------|
| Estimated Cost            | \$29,404,958      | \$                 | \$ 29,404,958       |
| Provisional Incentive Fee | \$ 367,219        | \$ (202,707)       | \$ 164,512          |
| Incentive Fee Earned      | \$ <u>806,546</u> | \$ <u>202,707</u>  | \$ <u>1,009,253</u> |
| Total Sum Allotted        | \$30,578,723      | \$ 0               | \$ 30,578,723       |

(End of clause)

#### B.6 PREMIUM FOR SCHEDULED OVERTIME (MSFC 52.222-93) (AUG 1988)

Pursuant to the clause entitled "Payment for Overtime Premiums," the amount of overtime premium authorized shall not exceed the amount specified below for the indicated period.

| <u>Period</u> | <u>Amount</u> |
|---------------|---------------|
|---------------|---------------|

B-5 (Mod 45)